

**GRAYSON COUNTY REGIONAL MOBILITY AUTHORITY
BOARD OF DIRECTORS MEETING
APRIL 9, 2009**

MEMBER'S PRESENT:

Jerdy Gary, Chairman
Bill Hubbard
Ellis Olmstead
Kay Yandell

MEMBER'S ABSENT:

Kent Black

OTHER'S PRESENT:

Mike Shahan, Director
Eddie Shafie, AECOM
Harold Coppedge, URS Group
Gene Short, Commissioner Pct. #4
John P. Kelly, AECOM
Rhett Bredy, BOSC, Inc.
Doug Norred, MM Aircraft
Terry Vogel, Lake Texoma Jet Center
Rod Tatchio, Tatchio & Associates
Kelly Cannell, Lake Texoma Jet Center
Deeda Payton, KTEN TV
Frank Babb, AVEX Properties
Bobby Littlefield, TxDOT

Phil Roether, Airport Zoning Commission
Krishna Peapully, URS Group
Bill Retz, Airport Marketing Committee
Jay Jones, American Equity
Ron Morrison, BOSC, Inc.
Van Price, Assistant District Attorney
Robert Wood, Sherman-Denison MPO
John Drake, Custom Conversions
James W. Griffin, NTTA
Rita Kotey, KXII TV
Matt Robinson, Land Resources
Wm. B. (Ben) Munson, Esquire
Rick Springer, KXII TV

I.

Call to Order.

Jerdy Gary, Chairman, called the meeting to order at 10:00a.m. Mr. Gary asked that everyone sign the sign-in sheet and noted that on this agenda there is a public comment at the end of the meeting. He stated that those who wished to address the Board could check "Yes" on the sign-in sheet. He then welcomed everyone to the meeting.

II.

Approval of Minutes of March 12, 2009, Board Meeting.

Mr. Gary asked the Board if there were any changes or revisions to be made to the minutes. Mr. Hubbard made the motion to approve the minutes. Mr. Olmstead seconded the motion. All members voted aye.

III.

Consideration of approval of a Resolution authorizing entry into a Financial Assistance Agreement with TxDOT.

Mr. Gary advised the Board that the Resolution formalizes the process that the RMA is currently in to proceed with the study. Mr. Olmstead made the motion to approve the Resolution. Mr. Hubbard seconded the motion. All members voted aye.

IV.

Enter into discussions with Bobby Littlefield pertaining to the in-kind grant from TxDOT.

Mr. Gary advised the Board that according to Title 43 of the Administrative Code, Section 26.44, for an RMA project connecting to state highway or rail facility, TxDOT design and construction standards must be completely followed. He stated that as a result of this the RMA Board would be partnering with TxDOT, and more specifically with the Paris District, headed up by District Engineer Bobby Littlefield, on this study so this will all be coordinated together. Mr. Gary stated that he was pleased to have Mr. Littlefield at the meeting so that he could give the Board some insight on the process to begin the in-kind grant study.

Mr. Littlefield stated that the process began a few months ago when the Board made formal application to TxDOT to the Transportation Division for a toll equity financial assistance package. He stated that subsequently to that the Commission in two meetings passed the Minute Order authorizing TxDOT to enter into an agreement with the Grayson County RMA in the amount of \$10 million. He stated that this broke down to a \$6.5 million engineering study that will be an in-kind service from the Paris District and \$3.5 million loan arrangement for other professional services. He stated that this would include financial, project management, and legal services. He stated the process has already begun that his staff would coordinate with the Austin staff to get the project scoped. Mr. Littlefield stated that advertisements would run for a Request for Proposals, and that this would be a qualification based selection. He stated that the study would be contracted out to the private sector. He stated that they would then decide the company to be worked with and a contract would then be negotiated. Mr. Littlefield stated that they were probably looking at a full engineering study, which would include environmental investigative work, public involvement, route alternatives leading to a final route selection, and enough engineering work to determine what the footprint will look like on the corridor.

Mr. Gary asked if the entire process would be outsourced and Mr. Littlefield stated that it would. Mr. Gary stated that the Board appreciated the opportunity to work with Mr. Littlefield again and appreciated his working on the project although final approval had not been received.

V.

Consideration of approval of a Resolution authorizing the formation of the Airport Lease Policy Committee.

Mr. Gary stated that at the last meeting a policy committee had been formed with Mr. Hubbard and Mr. Olmstead serving on that committee. He stated that Mr. Hubbard was chairing that committee. He stated that the committee had already begun their work and will take a lot of time. He thanked those on the committee for serving on it.

Mr. Hubbard advised the Board that the committee had decided that the committee needed to present complete visibility to everyone and to have a unified set of policies. Mr. Hubbard advised that the committee had met in late March and had picked Lake Texoma Jet Center and L-3 Communications to be the tenants on the committee. He stated that Kelly Cannell and Mark Blackburn were the representatives for each of these companies. He stated that the full committee met on April 1 with everyone being present except Mr. Olmstead. Mr. Hubbard stated that the committee had discussed that sometimes there would be differences of opinion between the Board and the tenants. He stated that if everyone works together solutions can be found that will satisfy everyone. He stated that the tenant representatives were quite involved. He stated that they were given all the Airport policies that were currently in place. He stated that some of these policies are in the process of being updated by other people and some updated by Mr. Shahan. He stated that items that were not covered were also identified. Mr. Hubbard stated that the goal of the committee is to move along on topics which include one existing policy and a new one. He stated that it was the intention of the Board to bring the documents to the Board each month as they are done and ask for the Board to read through them at that time. Mr. Hubbard made the motion to

approve the resolution authorizing the formation of the Airport Lease Policy Committee. Ms. Yandell seconded the motion. All members voted aye.

VI.

Update from Bill Retz on the Joint Marketing Committee between the City of Denison, City of Sherman, and Grayson County.

Mr. Gary introduced Admiral Bill Retz for an update on the marketing. Admiral Retz advised the Board that a public relations marketing firm had been hired. He stated that since that time they had been working hard with that group to lay a basis for the marketing program for the North Texas Regional Airport. He stated that they had identified the cause and why they were here which involves generating jobs and increasing the economic engine for this region. He stated that they had positioned the airport as a general aviation airport and the advertising points for it. He stated that they wanted to demonstrate a personality that is professional, that is responsive and accommodating and is reliable. Admiral Retz stated that the branding documents had been produced and they were in the process of developing the marketing material, renewing the website and developing the printed materials to be used in the marketing program, which should be finished by the middle of May. Admiral Retz advised that they were working several companies that have expressed an interest in doing business here. Admiral Retz stated that he would continue to update the Board when requested and continue to market the Airport. Admiral Retz also announced that the Airport will be receiving \$6.8 million from the federal stimulus package. He stated that a formal press release would be done later that day. Mr. Hubbard then advised the Board that Admiral Retz had joined the Lease Policy Committee as an ex-officio member. Mr. Gary thanked Admiral Retz for his continuing to serve in the capacities that he does. Mr. Gary then recognized Phil Roether who was chair of the prior Airport Board and to thank all prior members of that Board for putting this airport in a shuffle position because there are only one other airport that got the runway covered with stimulus funding. Mr. Gary stated that he was asked by the press at the previous meeting if the stimulus money of the grant and loan from TxDOT and Mr. Gary stated that it was not, that is was Proposition 14 state bonds that will be used on funding the toll road project.

VII.

Director's Update to include discussion of the RFQ for Financial Services, Fuel Flowage Report, Airport Budget, Fire Department Monthly Report, and air Traffic Control Tower Operations Report.

Mr. Shahan advised the Board that the stimulus funding will be used to rebuild 1,900 feet runway and rehabbing the remainder. He stated that this project was originally scheduled for next year. TxDOT will bid both the taxiway and runway improvements at the same time. He further advised that the taxiway project had been reduced to a 5% match, which will result in a refund to the airport.

Mr. Shahan advised the Board that they had been given the fuel flowage report, the revenue and expense report for the Airport, the fire run report and the air traffic control tower report.

Mr. Shahan updated the Board on the RFQ for financial services for the RMA. He stated that the companies were rated in the following order: 1. Southwest Securities, 2. Estrada Hinojosa & Company, 3. BOSC, and 4. Specialized Public Financing. He stated that it was planned to conduct interviews with the top two firms at the next RMA meeting. Mr. Gary asked that the interviews be scheduled at 11:00a.m. for the first presentation and 1:00p.m. for the second presentation. He suggested that each presentation be broken in half for presentation (30 minutes) and question and answer (30 minutes).

Mr. Shahan advised the Board the Zoning Commission had met on the previous day to review the proposals for airport zoning. He stated that the top two companies to be interviewed will be Coffman

Associates and Kimley-Horn & Associates with interviews on April 23 beginning at 11:00a.m. Mr. Gary reminded all in attendance that Mr. Roether was present at this meeting and would be available to answer questions in reference to the zoning.

Mr. Shahan advised the Board that bids were opening the previous day for the utilities to the west side of the Airport. He stated that Davis Excavation was the low bidder with a bid of \$947,565.05 and that this would be on Commissioners Court agenda for approval for Monday.

Mr. Gary asked Commissioner Short to give an update on SH 289. Commissioner Short thanked Mr. Gary for getting the loan from TxDOT. He stated that the section of SH 289 from SH 56 to US 82 should be finished in May. He stated that the entire section of highway should be finished in August, 2009. Mr. Gary asked that Commissioner Short discuss the contingencies and where they are. Commissioner Short stated that they negotiated a PDA with the developer and within those negotiations we had a maximum not to exceed price on the project. He stated that they got a really good bid on the project and in that PDA agreement with Pate Transportation that any money left in the contingency fund over would be divided 55% for them and the county will get 45%. He stated that it is estimated at this time that the County will get between \$7.0 million and \$7.5 million back.

VII.
Public Comments.

Mr. Gary asked if there was anyone that would like to address the Board. Mr. Tatchio asked what the construction estimate was for the utilities on the west side. Mr. Shahan stated that they were approximately \$1.4 million for the entire project.

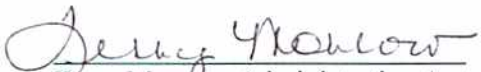
IX.
Adjourn.

There being no other business, the meeting was adjourned at 10:25a.m.

X.
Next Meeting.

The next regularly scheduled Board of Directors Meeting will be held on May 14, 2009, at 10:00a.m. in the meeting room of the GTUA, 5100 Airport Drive, Denison, Texas.


Jerdy Gary, Chairman


Terry Morrow, Administrative Asst.